

RESOLUTION NO. 1983-8

RESOLUTION OF THE BOARD OF DIRECTORS OF SOUTHERN CALIFORNIA PUBLIC POWER AUTHORITY APPROVING THE TERMS AND CONDITIONS AND AUTHORIZING THE EXECUTION AND DELIVERY OF AMENDMENT NO. 1 TO THE SALT RIVER PROJECT - AUTHORITY PALO VERDE NUCLEAR GENERATING STATION ASSIGNMENT AGREEMENT

WHEREAS, on September 10, 1982, pursuant to the Salt River Project - Authority Palo Verde Nuclear Generating Station Assignment Agreement (Assignment Agreement), Salt River Project transferred and assigned to Southern California Public Power Authority (Authority), among other things, a 5.91% undivided ownership interest in that portion of the ANPP High Voltage Switchyard, described in Section I.2.1 of Appendix I of the ANPP Participation Agreement; and

WHEREAS, Salt River Project and Authority desire to amend said Assignment Agreement to provide for the further transfer and assignment to the Authority of a separate and additional portion of Salt River Project's Switchyard Interest, described in Section I.2.2 of Appendix I of the ANPP Participation Agreement, commensurate with the Authority's 5.91% Generation Entitlement Share; and


WHEREAS, the Amendment No. 1 to the Assignment Agreement in the form submitted to this meeting is hereby found and determined to be satisfactory in form and scope to the Authority.

NOW, THEREFORE, BE IT RESOLVED BY THIS BOARD OF DIRECTORS AS FOLLOWS:

1. The Amendment No. 1 to the Assignment Agreement in the form submitted to this meeting, to be entered into by the Authority and Salt River Project, is hereby approved and authorized and the President and Secretary or Assistant Secretary of the Authority are, and each of them hereby is, authorized, for and on behalf of the Authority, to execute, attest, seal and deliver said Assignment Agreement with such changes therein as the President shall approve, execution thereof by the President to constitute conclusive evidence of such approval; and

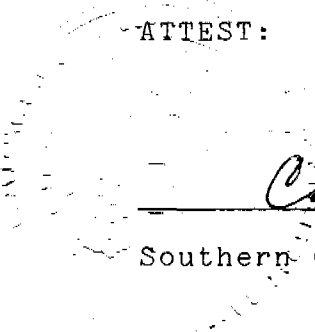

2. The officers of the Authority are, and each of them hereby is, authorized in the name and on behalf of the Authority to execute and deliver all such applications, notices, certificates, orders or other instruments and do all such acts and things as may be necessary or, in the opinion of the officer or officers acting, desirable and proper to carry into effect the purposes of this resolution.

THE FOREGOING RESOLUTION is approved and adopted by the Authority, this 8th day of April 1983.



PRESIDENT
Southern California Public Power Authority

ATTEST:

ASSISTANT SECRETARY
Southern California Public Power Authority